

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On November 23, 2010, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the party listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Administrative Expense Claim Number 19081 (All Tool Sales, Inc.) ("Statement of Disputed Issues - All Tool Sales, Inc.") (Docket No. 20853) [a copy of which is attached hereto as Exhibit C]
- 2) Reorganized Debtors' Statement of Disputed Issues with Respect to Proofs of Administrative Expense Claim Numbers 18797 and 19718 (Bing Metals Group, LLC) ("Statement of Disputed Issues - Bing Metals Group, LLC") (Docket No. 20854) [a copy of which is attached hereto as Exhibit D]
- 3) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Claim Number 14955 (Technology Properties Ltd.) ("Statement of Disputed Issues - Technology Properties Ltd.") (Docket No. 20855) [a copy of which is attached hereto as Exhibit E]

On November 23, 2010, I caused to be served the document listed below upon the parties listed on Exhibit F hereto via overnight mail:

- 4) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Administrative Expense Claim Number 19081 (All Tool Sales, Inc.) ("Statement of Disputed Issues - All Tool Sales, Inc.") (Docket No. 20853) [a copy of which is attached hereto as Exhibit C]

On November 23, 2010, I caused to be served the document listed below upon the party listed on Exhibit G hereto via overnight mail:

- 5) Reorganized Debtors' Statement of Disputed Issues with Respect to Proofs of Administrative Expense Claim Numbers 18797 and 19718 (Bing Metals Group, LLC) ("Statement of Disputed Issues - Bing Metals Group, LLC") (Docket No. 20854) [a copy of which is attached hereto as Exhibit D]

On November 23, 2010, I caused to be served the document listed below upon the parties listed on Exhibit H hereto via overnight mail:

- 6) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Claim Number 14955 (Technology Properties Ltd.) ("Statement of Disputed Issues - Technology Properties Ltd.") (Docket No. 20855) [a copy of which is attached hereto as Exhibit E]

Dated: November 29, 2010

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 29th day of November, 2010, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Elizabeth Marie Barnett

Commission Expires: 10/10/13

EXHIBIT A

Post-Emergence Master Service List

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EXHIBIT B

Post-Emergence Master Service List

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EXHIBIT C

Hearing Date: January 20, 2011
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	: Chapter 11
DPH HOLDINGS CORP., <u>et al.</u> ,	: Case No. 05-44481 (RDD)
Reorganized Debtors.	: (Jointly Administered)
-----X	

REORGANIZED DEBTORS' STATEMENT OF DISPUTED
ISSUES WITH RESPECT TO PROOF OF ADMINISTRATIVE
EXPENSE CLAIM NUMBER 19081
(ALL TOOL SALES, INC.)

("STATEMENT OF DISPUTED ISSUES – ALL TOOL SALES, INC.")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), hereby submit this Statement Of Disputed Issues With Respect To Proof Of Administrative Expense Claim Number 19081 (the "Statement Of Disputed Issues") filed by All Tool Sales, Inc. (the "Claimant") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), predecessors of the Reorganized Debtors, filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended.

2. On July 15, 2009, the Claimant filed proof of administrative expense claim number 19081 (the "Claim") against Delphi. The Claim asserts an administrative expense priority claim in the amount of \$225,218.98 relating to the Debtors' alleged consumption of consigned inventory.

3. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

4. On January 22, 2010, the Reorganized Debtors objected to the Claim pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books and Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, and OPEB Claims, (H) Workers' Compensation Claims, and (I) Transferred Workers' Compensation Claims, (II) Modify and Allow Certain Administrative Expense Severance Claims, and (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

5. On February 23, 2010, the Claimant filed the Response By All Tool Sales, Inc. To Reorganized Debtors Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19549) (the "Response").

6. On November 16, 2010, the Reorganized Debtors filed the Notice Of Claims Objection Hearing With Respect To Reorganized Debtors' Objection To Proof Administrative Expense Claim Number 19081 (All Tool Sales, Inc.) (Docket No. 20805), scheduling an evidentiary hearing on the merits of the Claim for January 20, 2011, at 10:00 a.m. (prevailing Eastern time) in this Court.

Disputed Issues

A. The Reorganized Debtors Do Not Owe The Amount Asserted In The Claim

7. The Reorganized Debtors have reviewed the information attached to the Claim and the Response and dispute the amount asserted in the Claim. For the reasons set forth below, the Reorganized Debtors assert that the Claim should be disallowed and expunged in its entirety.

8. The Claimant asserts in the Claim that certain goods were held in a point-of-sale receptacle and that Delphi consumed this inventory in the amount of \$225,218.98. However, the claim does not contain any evidence to support this contention. The Claim only contains a log of inventory parts – there are no dates, invoice numbers, or purchase order numbers. Nothing in the proof of claims supports the contention that these inventoried parts were purchased or consumed by Delphi. Moreover, the Claimant has not provided the Reorganized Debtors with any actual invoices supporting the amounts asserted by the Claimant. Finally, the Reorganized Debtors' books and records for this vendor reflect a zero balance. Accordingly, the Reorganized Debtors believe the Claim should be disallowed and expunged in its entirety.

Reservation Of Rights

9. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order") and the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative

Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order, the Reorganized Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Claim in its entirety and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
November 23, 2010

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
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John K. Lyons
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Reorganized Debtors

EXHIBIT D

Hearing Date: January 20, 2011
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----X		

REORGANIZED DEBTORS' STATEMENT OF DISPUTED
ISSUES WITH RESPECT TO PROOFS OF ADMINISTRATIVE
EXPENSE CLAIM NUMBERS 18797 AND 19718
(BING METALS GROUP, LLC)

("STATEMENT OF DISPUTED ISSUES –
BING METALS GROUP, LLC")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), hereby submit this Statement Of Disputed Issues With Respect To Proofs Of Administrative Expense Claim Numbers 18797 and 19718 (the "Statement Of Disputed Issues") filed by Bing Metals Group, LLC (the "Claimant") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), predecessors of the Reorganized Debtors, filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended.

2. On July 15, 2009, the Claimant filed proof of administrative expense claim number 18797 ("Claim 18797") against Delphi. Claim 18797 asserts an administrative expense priority claim in the amount of \$570,844.47 relating to goods and services provided by the Claimant to Delphi.

3. On November 4, 2009, the Claimant filed proof of administrative expense claim number 19718 ("Claim 19718" together with Claim 18797, the "Claims") against DAS LLC. Claim 19718 asserts an administrative expense priority claim in the amount of \$148,514.43 relating to goods and services provided by the Claimant to DAS LLC.

4. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from

chapter 11 as the Reorganized Debtors. Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

5. On January 22, 2010, the Reorganized Debtors objected to the Claims pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books and Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, and OPEB Claims, (H) Workers' Compensation Claims, and (I) Transferred Workers' Compensation Claims, (II) Modify and Allow Certain Administrative Expense Severance Claims, and (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

6. On February 17, 2010, the Claimant filed the Response Of Bing Metals Group, LLC In Opposition To Reorganized Debtors' Forty-Third Omnibus Objection To Claims (Claim Numbers 18797, 19717, 19718, 19719) (Docket No. 19463) (the "Response").

7. On November 16, 2010, the Reorganized Debtors filed the Notice Of Claims Objection Hearing With Respect To Reorganized Debtors' Objection To Proofs Of Administrative Expense Claim Numbers 18797 And 19718 (Bing Metals Group, LLC) (Docket No. 20806), scheduling an evidentiary hearing on the merits of the Claim for January 20, 2011, at 10:00 a.m. (prevailing Eastern time) in this Court.

Disputed Issues

A. The Reorganized Debtors Do Not Owe The Amounts Asserted In The Claims

8. The Reorganized Debtors have reviewed the information attached to the Claims and the Response and dispute the amounts asserted in the Claims. Instead, the Reorganized Debtors assert that the Claims should be disallowed and expunged in their entirety.

9. The Claims Have Been Satisfied In Part. Based upon the Reorganized Debtors' various accounts payable records as well as the Claimant's Response, \$586,379.66 of the \$719,358.90 asserted in the Claims have been paid in the ordinary course of business. Indeed, pursuant to paragraph 16 of the Response, the Claimant asserts that only \$30,510.89 remains due and owing with respect to Claim 18797 and only \$102,468.35 remains due and owing with respect to Claim 19718. Therefore, only \$132,979.24 remains in dispute with respect to the Claims.

10. Proofs Of Delivery Not Provided. After reducing the Claims by the amounts that have been admittedly satisfied, the remaining \$132,979.24 relates to amounts owed based on the sale of goods for which the Claimant did not provide proofs of delivery. The Debtors' General Terms And Conditions governing its dealings with suppliers require that suppliers "promptly forward the original bill of lading or other shipping receipt with respect to each shipment as Buyer instructs." See General Terms And Conditions, § 2.1. Because Claimant has not provided these proofs of delivery, and the Debtors have no record of receiving certain goods associated with the Claims, the remaining \$132,979.24 should be disallowed.

11. After taking into account the above-referenced deductions to the Claims, the Debtors reconciled the Claims as illustrated in the following chart:

<u>Claimant's Asserted Amount</u>		\$719,358.90
<u>Modifications</u>	Payments Made in the Ordinary Course of Business	(\$586,379.66)
	Invoices Without Proof of Delivery	(\$132,979.24)
<u>Reconciled Amount</u>		\$0.00

12. Moreover, the Reorganized Debtors' books and records for this vendor reflect a zero balance. Accordingly, each of the Claims should be disallowed and expunged in its entirety.

Reservation Of Rights

13. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order") and the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order, the Reorganized Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claims and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claims.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Claims in their entirety and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
November 23, 2010

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
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Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

EXHIBIT E

Hearing Date: January 20, 2011
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

REORGANIZED DEBTORS' STATEMENT OF DISPUTED ISSUES WITH
RESPECT TO PROOF OF CLAIM NUMBER 14955
(TECHNOLOGY PROPERTIES LTD.)

("STATEMENT OF DISPUTED ISSUES – TECHNOLOGY PROPERTIES LTD.")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), hereby submit this Statement Of Disputed Issues (the "Statement Of Disputed Issues") With Respect To Proof Of Administrative Expense Claim Number 14955 filed by Technology Properties Ltd. ("TPL," or the "Claimant") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005 (the "Petition Date"), Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") (collectively, the "Debtors"), predecessors of the Reorganized Debtors, filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

2. On July 31, 2006, the Claimant filed proof of claim number 14955 (the "Proof of Claim") against DAS LLC. The claim asserts a general unsecured non-priority claim in an unliquidated amount for damages occurring in connection with alleged patent infringement (the "Claim").

3. On October 31, 2006, the Debtors objected to the Claim pursuant to the Debtors' (I) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation, (B) Claims Unsubstantiated By Debtors' Books And Records, And (C) Claims Subject To Modification And (II) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 14955) (the "Third Omnibus Claims Objection").

4. On November 21, 2006, the Claimant filed the Response To Objection To Claims Of Technology Property, Ltd. (Docket No. 5625) (the "Response").¹

5. On February 4, 2008, the Debtors and the Claimant entered into the Joint Stipulation And Agreed Order In Respect Of Debtors' Claims Estimation Motion And Third Omnibus Objection To Claims Of Technology Properties Ltd. (Docket No. 12485) (the "Stipulation") which, among other things, barred TPL from asserting an amount greater than \$1,250,000.00 for the Proof of Claim or later asserting any other prepetition claim.²

6. On October 6, 2009 (the "Effective Date"), the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively. Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

¹ On November 21, 2006, the Claimant also filed the Declaration Of Wendy W. Smith In Support of Claims Of Technology Properties, Ltd. (Docket No 5627) in support of the Response.

² The Stipulation also provided that TPL may assert a claim against the Debtors arising after the Petition Date and before the effective date of any plan of reorganization of the Debtors (Stipulation ¶ 5). On July 13, 2009, TPL filed proof of administrative expense claim number 18488 ("Claim 18488"), which was objected to by the Reorganized Debtors pursuant to Forty-Seventh Omnibus Claims Objection (Docket No. 19873). Because TPL did not file a response, on May 25, 2010, Claim 18488 was expunged pursuant to this Court's Order Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 (I) Disallowing And Expunging (A) Certain Administrative Expense Claims On Books And Records Grounds, (B) A Certain Administrative Expense Duplicate Claim, And (C) Certain Administrative Expense Duplicate Substantial Contribution Claims, And (II) Modifying A Certain Administrative Expense Claim (Docket No. 20188) (the "Forty-Seventh Omnibus Claims Objection Order").

Disputed Issues

A. DAS LLC Does Not Owe the Amounts Asserted In The Proof Of Claim

7. The Claimant asserts in the Proof of Claim that DAS LLC owes it certain unliquidated amounts for alleged patent infringements. The Reorganized Debtors have reviewed the information attached to the Proof of Claim and the Response and dispute any amounts asserted in the Proof of Claim. The Proof of Claim and Response are deficient and substantively lacking, for they fail to specifically identify the patents asserted by the Claimant and any particular products formerly sold by the Reorganized Debtors. However, the Reorganized Debtors believe that Claimant asserts damages relating to three patents, namely U.S. Patent Nos. 5,809,336 (the "'336 Patent"), 5,784,584 (the "'584 Patent"), and 6,598,148 (the "'148 Patent"). The Reorganized Debtors contend that they possess numerous meritorious defenses that defeat Claimant's claims or bar Claimant's demand for damages.

8. First, the Reorganized Debtors contend that none of the Claimant's patents have been infringed by any of the Debtors or Reorganized Debtors activities or by the products they formerly sold.

9. Second, the Reorganized Debtors contend that Claimant's patents are invalid and cannot be enforced against the Debtors or Reorganized Debtors.

10. Third, the Reorganized Debtors contend that Claimant's claim for damages under the '336 Patent is barred and extinguished under 35 U.S.C. § 252 as a result of the reexamination certificate that was issued on December 15, 2009, which substantively changed the '366 Patent's claims that could be asserted against the Debtors or the Reorganized Debtors (the "December Reexamination Certificate"). Similarly, the Reorganized Debtors contend that Claimant's claim for damages under the '584 Patent is barred and extinguished under 35 U.S.C. § 252 as a result of the Reexamination Certificate that was issued on July 21, 2009, which

substantively changed the '584 Patent's claims that could be asserted against the Debtors or the Reorganized Debtors (the "July Reexamination Certificate"). In addition, the '148 Patent is currently undergoing reexamination before the U.S. Patent Office, and the Reorganized Debtors anticipate that claims in connection with the '148 Patent that could be asserted against the Debtors or the Reorganized Debtors will also be substantively changed resulting in a bar of damages under 35 U.S.C. § 252.

11. Fourth, the Reorganized Debtors further contend that the Claimant is barred from collecting any damages in connection with the Claim based on the affirmative defense of laches. There is a presumption of laches because the Claimant waited more than six years to make a patent infringement claim. The Claimant did not file its Proof of Claim until July 27, 2006; however, the Claimant had knowledge of the alleged infringement since at least October 9, 1999. Accordingly, the Claimant is not entitled to any amounts asserted in the Claim.

12. Finally, the Reorganized Debtors contend that the Claimant failed to comply with 35 U.S.C. § 287 and is therefore barred from recovering any amounts asserted in the Claim. The Claimant's right to recover damages prior to actual notification of infringement is dependent on whether it complied with 35 U.S.C. § 287. Section 287(a) requires notice of infringement as a prerequisite for accruing damages. Notice can be accomplished one of two ways. First, constructive notice is established by marking the patented item (or the packaging) with a notice containing the word patent (or "pat.") and the applicable patent number. Second, the patentee can provide actual notice to the infringer that they are infringing the patent. The relevant statutory language on actual notice provides that if the item is not marked, "no damages shall be recovered by the patentee in any action for infringement, except on proof that the infringer was notified of the infringement and continued to infringe thereafter, in which event

damages may be recovered only for infringement occurring after such notice." 35 U.S.C. § 287(a). Because the Claimant did not provide constructive or actual notice until after the Petition Date, the Debtors are not liable for any amounts asserted in the Claim, which accrued prior to any actual notification of infringement.

Reservation Of Rights

13. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order, the Reorganized Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Proof of Claim in its entirety and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
November 23, 2010

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

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Reorganized Debtors

EXHIBIT F

Pg 51 of 55
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Special Parties

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McDermott Will & Emery LLP	Nathan F Coco	227 West Monroe Street		Chicago	IL	60606

EXHIBIT G

Pg 53 of 55
DPH Holdings Corp.
Special Parties

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EXHIBIT H

Pg 55 of 55
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Special Parties

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